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Office of Proceedings

FEB 1 2006

Part of
Public Record



Of Counsel
W. Patrick Quast
P.O. 444
20 Harrison St.
Waldwick, N.J. 07463,
201-444-5990
Fax 201-444-5094

January 31, 2006

The Honorable Vernon A. Williams
Secretary, Surface Transportation Board
Mercury Building, Room 700
1925 K Street, N.W.
Washington, D.C. 20423

FEE RECEIVED

FEB 1 2005

**SURFACE
TRANSPORTATION BOARD**

Re: **William J. Drunsic, Jeffrey D. Wilson And Transit
Solutions Group Notice Of Exemption To Continue In Control
After Authorization To Commence Passenger Rail Service On
Tracks Of The Nashville And Eastern Railroad Between
Nashville, Tennessee And Lebanon, Tennessee**

FD 34833

Dear Sir:

Enclosed please find the original and ten copies of the Notice of Exemption, Caption Summary and exhibits related to the captioned notice. Also enclosed please find our check in the amount of \$1,500 for the filing fee and a disk containing the materials in Microsoft Word.

Thank you for your attention to this matter.

Very truly yours,


John F. McHugh

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

**ENTERED
Office of Proceedings**

FEB 1 2006

**Part of
Public Record**

FINANCE DOCKET NO. 34833

-NOTICE OF EXEMPTION-

**WILLIAM J. DRUNSIC, JEFFREY D. WILSON AND TRANSIT SOLUTIONS
GROUP NOTICE OF EXEMPTION TO CONTINUE IN CONTROL AFTER
AUTHORIZATION TO COMMENCE PASSENGER RAIL SERVICE ON
TRACKS OF THE NASHVILLE AND EASTERN RAILROAD BETWEEN
NASHVILLE, TENNESSEE AND LEBANON, TENNESSEE**

a. Pursuant to 49 CFR 1180.2(d)(3) William J. Drunsic seeks to continue in control of the Nashville and Eastern Railroad (N&E) and the Nashville and Western Railroad and Jeffrey D. Wilson seeks to continue in Control of the Nashville and Western Railroad upon the acquisition by Transit Solutions Group, LLC, (TSG) in which William J. Drunsic has a controlling interest and Jeffery D. Wilson has an interest, of authority to operate common carrier rail passenger service over lines operated by the N&E and owned by the Nashville and Eastern Railroad Authority (NERA) between Nashville, Tennessee and Lebanon, Tennessee. The N&E operates service from Nashville, Tennessee to Monterey, Tennessee which rail line is active to Algood, Tennessee with branches to Old Hickory and Carthage, Tennessee. This line is owned by NERA and includes the trackage to be operated by TSG. N&E will dispatch TSG trains under its contract with the Regional Transportation Authority (RTA), a Tennessee Public Authority, which will manage the passenger operations. Mr. Drunsic also controls the Nashville and Western Railroad which operates a rail line owned by the Cheatham County Rail Authority between Nashville, Tennessee and Ashland City, Tennessee.



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Transit Solutions Group, LLC is a non rail carrier. All operations in issue are on portions of the former Tennessee Central main line but N&E and N&W do not connect and there are no plans to connect them. TSG's business is completely different from that of N&E.

b. The applicants are represented in this matter by John F. McHugh, Esq., 6 Water Street, New York, N.Y. 10004 212-483-0875, Fax 212-483-0876.

c. TSG, 51% owned by William J. Drunsic and 8% owned by Jeffrey D. Wilson, was selected by the RTA to maintain and operate rail passenger service on the lines owned by the NERA and operated for freight services by N&E. The operation will be confined to such service as is required by the public as determined by the RTA.

d. The name of the rail service operator will be Transit Solutions Group, LLC.

1. The address of the applicants is P.O. Box 795, 5138 Main St., Battenshire Bldg., Manchester, VT. 05255.

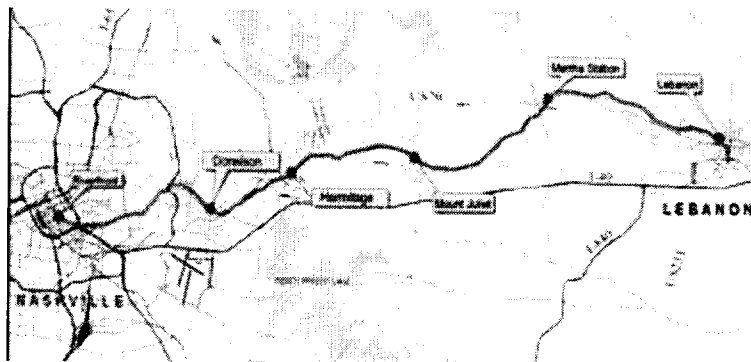
2. The address of the N&E is 514 Knoxville Ave., Lebanon, Tennessee, 37087

3. The rail line to be operated extends from Riverfront Park, Nashville, Tennessee, MP 0 to Lebanon, Tennessee, MP 32.

4. (i) William J. Drunsic also controls the N&E operating freight services from Nashville, Tennessee, MP 0 to Algood, Tennessee, MP 94.5 with rights to Monterey, Tennessee, MP 110.4 with branches to Old Hickory, Tennessee, 7.5 miles, to South Carthage, Tennessee, 7.0 miles and to Vine Hill, Tennessee, 3.3 miles or a total of 128.2 miles. His ownership of this line was approved on September 4, 1986 in FD_30905_0 and the line was franchised under FD_30882_0 on July 24, 1986.

(ii) William J. Drunsic and Jeffrey D. Wilson also control the N&W which operates a line owned by the Cheatham County Rail Authority which extends from milepost N-0 at Nashville, TN, to milepost N-17, at Ashland City, TN, with rights another 6.0 miles into Ashland City proper. (a total distance of approximately 23.0 miles). N&W was authorized under STB Finance Docket No. 33907, Nashville & Western Railroad Corp.--Operation Exemption--Cheatham County Rail Authority. Mr. Drunsic's continuation in control was approved under FD_33910_0 on August 4, 2000. Mr. Wilson acquired his interest in the Nashville and Western subsequent to its organization.

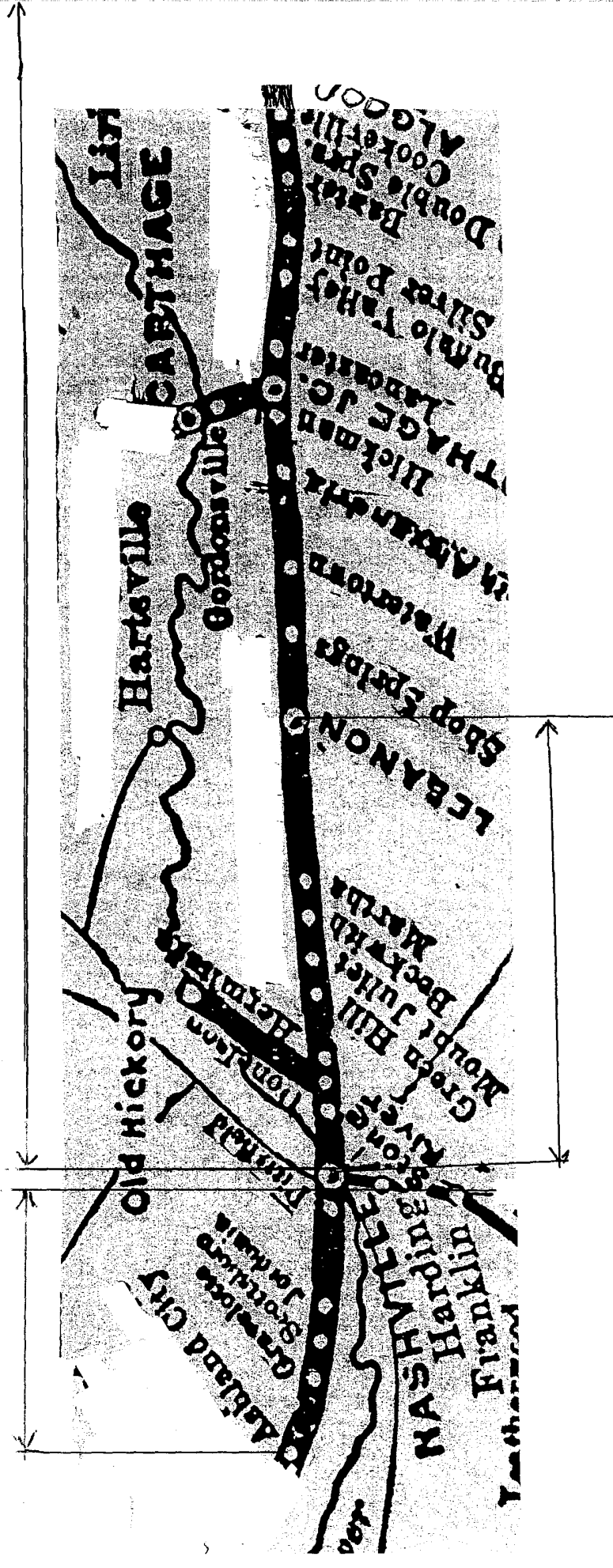
The passenger service to be operated by TSG is depicted here.



e. The lines operated by the applicants are depicted on the following page. While both the N&E and the N&W operate parts of the former Tennessee Central Railroad main line which serve Nashville, the two operations do not connect. The TSG service uses the tracks operated by the N&E and the operation of trains will be controlled by N&E.

NASHVILLE & EASTERN

NASHVILLE & WESTERN

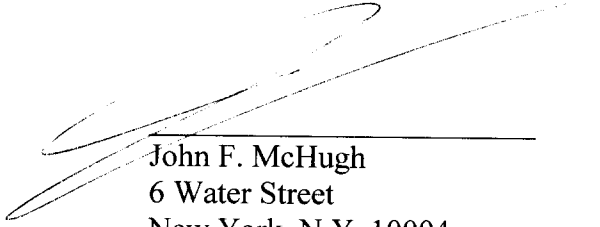


TRANSIT SOLUTIONS GROUP

f. Operations on the rights requested will not commence before August 1, 2006.

Applicants not less than 60 days prior to that scheduled start date the applicant will dispatch a notice of intent pursuant to 49 CFR 1150.42(e).

Dated, New York, N.Y.
January 27, 2006



John F. McHugh
6 Water Street
New York, N.Y. 10004
212-483-0875
Fax: 212-483-0876

John F. McHugh, verifies under penalty of perjury that he is the duly appointed representative of Transit Solutions Group, LLC and has reviewed the information set forth in this Notice of Exemption and has compared it with the documents provided by the client and knows that the information herein accurately describes the operation and financial results contemplated by applicant as set forth in those documents to the best of his knowledge and belief.

Dated, January 27, 2006



John F. McHugh

**BEFORE THE
SURFACE TRANSPORTATION BOARD**

FINANCE DOCKET NO. _____

**-NOTICE OF EXEMPTION-
CAPTION SUMMARY**

**WILLIAM J. DRUNSIC, JEFFREY D. WILSON AND TRANSIT SOLUTIONS
GROUP NOTICE OF EXEMPTION TO CONTINUE IN CONTROL AFTER
AUTHORIZATION TO COMMENCE PASSENGER RAIL SERVICE ON
TRACKS OF THE NASHVILLE AND EASTERN RAILROAD BETWEEN
NASHVILLE, TENNESSEE AND LEBANON, TENNESSEE**

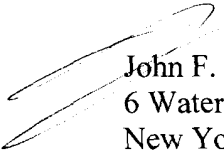
William J. Drunsic seeks to continue in control of the Nashville and Eastern Railroad (N&E) and the Nashville and Western Railroad and Jeffrey D. Wilson seeks to continue in Control of the Nashville and Western Railroad (N&W) each pursuant to 49 CFR 1180.2(d)(3) upon the acquisition by Transit Solutions Group, LLC, in which William J. Drunsic has a controlling interest and Jeffery D. Wilson has an interest, of authority to operate common carrier passenger service over lines operated by the N&E and owned by the Nashville and Eastern Railroad Authority between Nashville, Tennessee and Lebanon Tennessee. The Nashville and Eastern Railroad operates lines from Nashville, Tennessee to Monterey, Tennessee which line is active to Algood, Tennessee with branches to Old Hickory and Carthage, Tennessee. Mr. Drunsic also controls the N&W which operates lines owned by the Cheatham County Rail Authority which extend from milepost N-0, at Nashville, TN, to N-23, at Ashland City, TN, a total distance of approximately 23.0 miles. Transit Solutions Group, LLC is a non-rail carrier.

The applicants are represented by John F. McHugh, 6 Water Street, New York, N.Y.

10004, 212-483-0875 fax 212-483-0876.

Dated, New York, N.Y.

January 27, 2006



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